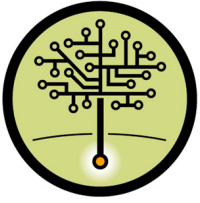


TAPROOT VENTURES



Working with NASA to Commercialize Technology: An Investor's Perspective

May 22, 2002



NASA's Commercialization Mantra: Is It Real?

NASA'S Overall Mission

"To improve life here . . . to extend life to there . . . And to find life beyond."

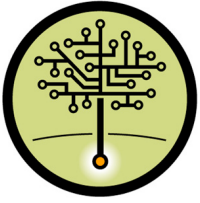
- Sean O'Keefe, NASA Administrator

NASA's Commercialization Mission

"Each NASA program will be carried out in a way that proactively involves the private sector from the onset, through a new way of doing business, to ensure that the technology developed will have maximum commercial potential"

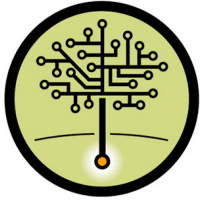
Taproot Ventures' Experience Bears This Out:

- NASA's CTOs are actively searching for NASA inventions that can have an impact in the commercial world
- These offices understand industry/investor needs
- We find NASA to be rare among government agencies and universities in its real willingness AND capability to work with us: their goal isn't just licensing technology, it's getting technology to market



How to Benefit from NASA's Technology Focus

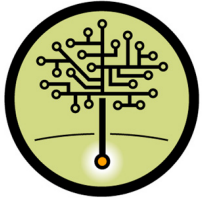
- ❑ **Finding technologies that solve your company's and the market's needs**
 - NASA is continually breaking new ground, developing freestanding inventions that might change an industry's landscape
 - NASA also develops technologies that might be incremental to your existing art
- ❑ **Unlocking value from your company's intellectual property**
 - Corporations routinely develop technology that goes unexploited, or that has broader application outside the corporation
- ❑ **Working with NASA as a Strategic Partner**
 - Taproot Ventures has developed a close relationship with several of the CTOs and Technology Centers at NASA
 - We work with them not only to source NASA technology, but in helping us validate and strategize regarding other technologies we're considering



NASA Technology: It's Not Just for Astronauts

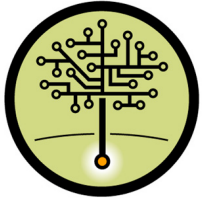
Working with NASA, we've seen a tremendous amount of technology that has clear applications on Planet Earth

- ❑ Cutting-edge **nanotechnology** research, with near-term product applications in atomic force microscopy and semiconductor metrology, and long-term device applications in everything from chemical and biological sensors to flat-panel displays
- ❑ A new **deposition/coating technology** that produces very thin coats with greater uniformity and less harmful discharges than existing electroplating techniques
- ❑ A novel software algorithm and system for **routing airport ground transportation**, saving valuable time and increasing airport utilization
- ❑ Unique software **search engine** technology that operates more intuitively while improving accuracy of results



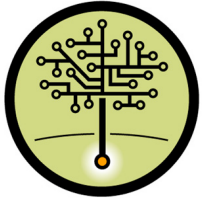
Commercializing Technology from NASA

- ❑ **NASA has adopted a proactive posture toward licensing technology to the commercial sector**
 - As a taxpayer supported entity, NASA prefers non-exclusive deals, but it will offer exclusivity when commercialization depends on it
 - NASA's interested in getting its technology into the economy; licensing fees and royalties are generally reasonable
- ❑ **Licensing/acquiring NASA technology includes:**
 - Complete technology disclosure and rights to the IP w/i a FOU
 - Coordinated and meaningful access to inventors
 - Startup perspective
- ❑ **We've seen several paths to exploiting NASA's technology prowess**
 - Licensing/acquiring technology fully cooked at NASA
 - Entering research agreement (several types) to extend technology



Technology Collaboration and Clearinghouse

- ❑ **For those with shelved or underutilized inventions they aren't exploiting, NASA can play a role in creating value for your organization**
 - Think of NASA when you're considering ways to further exploit internal R&D
- ❑ **If NASA researchers are interested, your technology can be used in further development work within NASA, under a Space Act Agreement (with IP ownership subject to negotiations)**
- ❑ **The Girvan Institute is a clearinghouse for technology, both internally and externally developed**
 - Your company's inventions might find interested buyers, or might be combined with other resident technologies in novel applications you had not considered
 - Girvan is an excellent conduit to entrepreneurial champions, service providers, venture capital
- ❑ **Examples we've seen:**
 - Novel coating technology brought to NASA; additional research and experimentation created spray-on circuits
 - Leading biotech company brought platform to NASA, received results of researchers' work to further technology's development
 - NASA-developed catalyst, licensed by entrepreneur, jointly developed with NASA for use in automobile catalytic converters



What do (Most) Venture Capital Firms Look For?

❑ **Attractive market**

- Large and growing
- No dominant players

❑ **Strong team**

- Experienced with a track record of success

❑ **Key innovation resolves significant customer pain point**

- Innovation provides a unique solution to an existing problem
- The problem causes pain with financially significant consequences
- Alternative – innovation creates a new market

❑ **Defensibility / sustainability**

- IP is strong and broad
- Other potential solutions to this problem are inferior

❑ **Clear path to revenues / profitability**

- Targeting specific applications and specific customers
- Quick adoption by early adopters
- Ideally customer relationships and validation in place

❑ **Attractive valuation / equity structure**

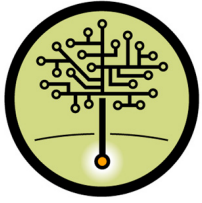
- Valuation expectations in line with market
- Clean equity structure

❑ **Consistent with VC's strategy and niche**

- VC's portfolio, relationships, or experience would help to accelerate the growth of this business

❑ **Viable exit options**

- Sooner better than later
- IPOs are great, but diversity of exit options is a plus



Additional Thoughts on Doing Business With NASA

❑ **Use your local Commercial Technology Office**

- The CTOs are filled with people who want to see technology enter the market place (theirs and yours)
- Suggested approach: educate the CT Officers about your technology needs. Let them dig for technology that can help
- There is power in collaboration

❑ **Where to go to get started:**

Finding Technologies

- TechFinder: <http://technology.nasa.gov>
- CTOs: : http://technology.nasa.gov/nasa_resources/
- Regional Technology Transfer Centers

Resources for Working with NASA

- Your local CTO
- NASA Commercialization Technology Network <http://nctn.hq.nasa.gov/>
- Local NASA Incubators or Research Park